

PROCEDURES FOR ACCOUNTING AND AUDIT-RELATED ETHICS COMPLAINTS

Wal-Mart Stores, Inc. ("Wal-Mart") is committed to complying with all applicable laws and regulations regarding accounting, accounting standards, accounting controls and audit practices ("Financial Integrity matters"). The Audit Committee of the Wal-Mart Board of Directors is responsible for ensuring the appropriate treatment of complaints related to Financial Integrity Matters. Therefore, the Audit Committee has adopted the following procedures to supplement Wal-Mart's Statement of Ethics. These procedures are for:

- The receipt, retention and treatment of complaints regarding Audit Committee reportable criteria including Financial Integrity Matters and Fraud as defined herein; and
- The confidential, anonymous submission of complaints regarding questionable Financial Integrity Matters and Fraud.

Any person can submit a complaint regarding Financial Integrity Matters or Fraud without fear of dismissal or retaliation of any kind.

Receipt of Complaints

- To report a complaint regarding Financial Integrity Matters or Fraud, use one of the following methods:

Contact Global Ethics.

- **Phone.** Wal-Mart has an ethics helpline, which allows you to report a violation on a confidential and anonymous basis.

United States, Canada or Puerto Rico: **1-800-WMETHIC** (1-800-963-8442). Specific phone numbers for all countries are listed in the Statement of Ethics.

- **Email.** Ethics@wal-mart.com
 - **Mail.** Wal-Mart Stores, Inc.
Attn: Global Ethics
702 SW 8th Street
Bentonville, AR 72716-0860
 - **Website.** www.walmartethics.com
- Information relating to anyone making a complaint to Global Ethics will remain confidential unless otherwise required by law. The identity of anyone reporting a complaint to the ethics helpline will remain anonymous to the extent the reporting person does not identify him or herself in the communication.

- If you reasonably suspect any impropriety regarding a Financial Integrity Matter or Fraud, you should report what is suspected. Proof is not required to raise an issue. Examples of impropriety include, among other things:
 - Fraud or intentional error in the preparation, evaluation, review or audit of any financial statement, tax return or other financial report of the Company;
 - Fraud or intentional error in the recording and maintaining of financial records of the Company;
 - Deficiencies in or noncompliance with the Company's internal accounting controls;
 - Misrepresentation or false statements to or by a senior officer or an accountant regarding a matter contained in the financial records, financial statements, tax returns or other financial reports of the Company;
 - Deviation from full and fair reporting of the Company's financial condition; or
 - Taking any action to coerce, manipulate, mislead, or fraudulently influence the Company's external auditor in any way that would render the Company's financial statements materially misleading.

Treatment of Complaints

- Upon receipt of a complaint, Global Ethics will determine whether the complaint relates to Audit Committee reportable criteria including Financial Integrity matters and Fraud and will acknowledge receipt of the report to the reporting individual via its case management system or other available methods of communication.
- Global Ethics will promptly review, analyze and assign each actionable complaint (including anonymous complaints) to an independent investigative group.
- Global Ethics will oversee the prompt and thorough investigation of all actionable ethics complaints. All complaints, if substantiated, will be resolved through appropriate corrective or disciplinary action. A person who reports a suspected violation may not be informed of the results of an investigation.
- On a quarterly basis Walmart reports to the Audit Committee for the Board of Directors allegations received by Global Ethics which meet certain criteria. Those criteria are as follows:
 - Corruption: All allegations of government corruption or significant violations of Walmart's anti-corruption policy and procedures.
 - Officer misconduct: Allegations that a corporate officer (or equivalent) has violated the Statement of Ethics.
 - Financial Integrity: Allegations of financial integrity violations with a monetary value greater than \$500,000 USD or involve potential systemic violations or abuse.
 - Fraud: Allegations of fraud in an amount greater than \$500,000 USD, or that pose a risk to Walmart's brand, or involve potentially systemic violations, or involve an associate who plays a significant role in managing internal controls.
 - Theft: Allegations of theft involving an associate where the theft is greater than \$500,000 USD or poses a risk to Walmart's brand.
 - Reputation risk: Any allegations that pose significant corporate brand or reputational risk.

- Information system breach: Any allegations of significant or systemic risk to corporate information systems that involve an associate.

Additionally, on a quarterly basis the Chief Audit Executive, the Chief Financial Officer and the Controller for the company will be notified of any allegation that meets the Audit Committee Reportable Criteria.

- Global Ethics will summarize each complaint that meets the Audit Committee Reportable Criteria and, in the case of substantiated allegations, the actions taken in response thereto, if any, and provide the summary reports on a quarterly basis (or more often as needed or requested) to the Audit Committee.
- The Audit Committee has the power to take any appropriate action including, among other things to: (1) refer the matter to the full Board of Directors; (2) further investigate the matter; (3) direct that further internal investigation be conducted; or (4) retain outside counsel, accountants or other third-party advisors to investigate.

Reporting and Retention of Complaints and Investigations

- The Audit Committee will report to the full Board of Directors periodically the results of investigations, if any, or, if the Audit Committee deems appropriate, the details of pending investigations.
- Retention of Complaints. Global Ethics will track and retain all complaints received and the resolutions of those complaints, whether or not they relate to Audit Committee reportable criteria. Annually, or more frequently at the request of the Audit Committee, Global Ethics will report high-level metrics on complaints to the Audit Committee for review.